

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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|---|---|------------------------|
| A.W. FINANCIAL SERVICES, S.A., as successor | : | CIVIL ACTION |
| in interest to TERTIAIRE INVESTISSEMENT, S.A. | : | ECF CASE |
| Plaintiff, | : | |
| v. | : | 07 CIV 8491 (SHS)(RLE) |
| | : | |
| EMPIRE RESOURCES, INC., et al. | : | NOTICE OF MOTION |
| Defendants. | : | <u>TO DISMISS</u> |

PLEASE TAKE NOTICE, that upon the annexed Amended Complaint, dated March 28, 2008, the accompanying Memorandum of Law and all prior pleadings and proceedings heretofore had herein, defendants American Stock Transfer & Trust Company and Affiliated Computer Services, Inc., shall move this Court before the Hon. Sidney H. Stein, at the United States Courthouse, located at 500 Pearl Street, New York, New York, for an Order pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure dismissing plaintiff's Amended Complaint on the ground that it fails to state a claim upon which relief may be granted and for such other, further and different relief as to the Court seems just and proper.

Dated: May 2, 2008

**OBERMAYER REBMANN MAXWELL
& HIPPEL LLP**

By: _____/s

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